

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

CITY OF BROCKTON RETIREMENT
SYSTEM, Individually and on Behalf of all
Others Similarly Situated,

Plaintiffs,

-vs-

AVON PRODUCTS, INC., ANDREA
JUNG, and CHARLES W. CRAMB,

Defendants.

Civil Action No. 11 Civ. 4665 (PGG)

**LEAD COUNSEL'S NOTICE OF MOTION AND MOTION
FOR ATTORNEYS' FEES, REIMBURSEMENT OF LITIGATION EXPENSES,
AND REIMBURSEMENT OF PLAINTIFFS' EXPENSES**

MOTLEY RICE LLC
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*Lead Counsel and Counsel for Lead Plaintiffs
LBBW Asset Management Investmentgesellschaft mbH
and Société Générale Securities Services GmbH*

DATED: October 27, 2015

PLEASE TAKE NOTICE that on December 1, 2015, at 10:00 a.m. at the United States District Court for the Southern District of New York, 40 Foley Square, Courtroom 705, New York, NY 10007, Lead Counsel, Motley Rice LLC, will respectfully move this Court, pursuant to Rules 23(h) and 54(d)(2) of the Federal Rules of Civil Procedure, for orders: (a) awarding attorneys' fees; (b) paying litigation expenses incurred by counsel; and (c) reimbursing Plaintiffs¹ for their reasonable costs and expenses, including lost wages, directly relating to the representation of the Class, pursuant to the PSLRA. Pursuant to the Stipulation, Defendants will not take a position on this motion.

PLEASE TAKE FURTHER NOTICE that, in support of the motion, Lead Counsel submit and are filing herewith: Lead Counsel's Memorandum of Law in Support of Motion for Attorneys' Fees and Payment of Litigation Expenses, dated October 27, 2015; and the Declaration of Gregg S. Levin in Support of (i) Plaintiffs' Motion for Final Approval of Settlement and Plan of Allocation and (ii) Lead Counsel's Motion for Attorneys' Fees, Reimbursement of Litigation Expenses, and Reimbursement of Plaintiffs' Expenses, dated October 27, 2015, with annexed exhibits.

Respectfully submitted,

Dated: October 27, 2015

MOTLEY RICE LLC

By: /s/ Gregg S. Levin
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¹ Capitalized terms not defined in this Notice of Motion and Motion have the meaning ascribed to them in the Stipulation and Agreement of Settlement dated as of July 22, 2015 (the "Stipulation").

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CERTIFICATE OF SERVICE

I hereby certify that on October 27, 2015, I caused Lead Counsel's Notice of Motion and Motion for Attorneys' Fees, Reimbursement of Litigation Expenses, and Reimbursement of Plaintiffs' Expenses to be served by the Court's Electronic Case Filing system upon:

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Retirement System*

Dated: October 27, 2015
Mt. Pleasant, SC

/s/ Gregg S. Levin
Gregg S. Levin
MOTLEY RICE LLC